

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE COMMISSION)

Plaintiff,)

) 01 Civ. 9206 (DC)

v.)

RUDOLFO LUZARDO, ET AL.,)

Defendants.)

**~~PROPOSED~~ ORDER GRANTING PLAINTIFF'S MOTION FOR
APPOINTMENT OF AN ADMINISTRATOR
TO DISTRIBUTE DISGORGED FUNDS AND FOR AUTHORIZATION TO
TRANSFER AND CONSOLIDATE CASES FOR ADMINISTRATION IN THIS
COURT**

Plaintiff in the above action, the Securities and Exchange Commission, moves that Ralph M. Stone, Esq., of the firm of Shalov Stone & Bonner LLP, be appointed administrator for purposes of submitting to the Court a plan of distribution of insider trading profits ordered disgorged by the defendants and implementing any plan which is approved. Mr. Stone's experience and his proposed costs for acting as administrator have been vetted by the plaintiff, which has submitted the resume of Mr. Stone and his firm for the Court's review. No defendant has submitted any opposition to the proposed appointment, and the Court knows of no reason the plaintiff's recommendation should not be adopted.

Plaintiff also requests that the Court authorize the Commission to move four other courts, including one in this District, to transfer other settled actions involving insider trading in the securities of BetzDearborn, Inc. to be consolidated in this Court for purposes of distributing amounts ordered disgorged in those cases to defrauded investors

according to the plan to be submitted by Mr. Stone and approved by the Court. Plaintiff submits that transfer and consolidation will be efficient for the judiciary and economical for defrauded shareholders. All defendants in all four actions, in addition to the captioned action, were served with the plaintiff's motion and no defendant has filed any opposition. Again, the Court knows of no reason the plaintiff's recommendation should not be adopted, subject to approval by the other involved courts.

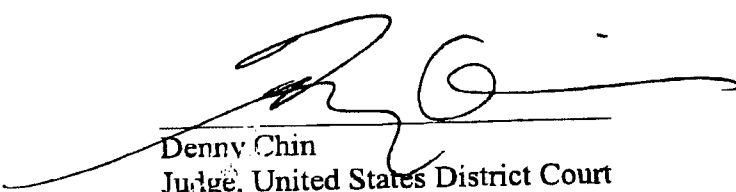
For these reasons, and all parties to this and the associated litigation having had an opportunity to be heard,

IT IS HEREBY ORDERED that Ralph M. Stone, Esq. is appointed Administrator for purpose of distributing disgorged funds in this case and any cases transferred and consolidated with this case, pursuant to a plan to be approved by this Court.

IT IS FURTHER ORDERED that the plaintiff is authorized to move the courts with related cases for transfer of those cases to this Court for consolidation for the purpose of making a single distribution of funds under a single plan to be approved by this Court.

Dated:

1/22/04



Denny Chin

Judge, United States District Court



FACSIMILE TRANSMISSION FROM:

DENNY CHIN

United States District Judge

Daniel Patrick Moynihan United States Courthouse
500 Pearl Street, Room 1020
New York, New York 10007-1312

Telephone: (212) 805-0200

Facsimile: (212) 805-7906

Date: 1/22/04Time: 4:45To: James A. Kidney, Esq.

Firm: _____

Fax No. (202) 942-9581

To: _____

Firm: _____

Fax No. _____

Message:

YOU ARE REQUIRED TO FAX COPIES OF THE ATTACHED DOCUMENT TO ALL COUNSEL OF RECORD IN THIS CASE.

Number of Pages (including this cover page):

3